



Entered on Docket
June 17, 2011

A handwritten signature in black ink, appearing to read "Linda B. Riegle".

Hon. Linda B. Riegle
United States Bankruptcy Judge

LEWIS AND ROCA LLP

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Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

Debtor.

Case No. BK-S-06-10725-LBR

CHAPTER 11

**Order Sustaining Fifth Omnibus Objection
Of USACM Trust To Proofs Of Claim
Based In Whole or In Part Upon
Investment In The Marlton Square Loan**

Hearing Date: June 14, 2011

Hearing Time: 10:30 a.m.

The Court having considered the "Fifth Omnibus Objection Of USACM Trust To Proofs Of Claim Based In Whole or In Part Upon Investment in The Marlton Square Loan ("Marlton Square Loan") [DE 8345] (the "Objection"); the Court having heard the Objection on June 14, 2011; appropriate notice of the Objection having been given; no response to the Objection having been filed; the Court noting on the record that the disallowance of the Claims listed on Exhibit A does not affect the direct lenders' right to

1 repayment by the borrower or from the collateral securing the Marlton Square Loan; and
2 good cause appearing:

3 **IT IS ORDERED** that:

4 1. The Objection [DE 8345] is sustained; and

5 2. The claims listed on **Exhibit A** attached are disallowed in whole or in part
6 to the extent those claims are based upon an investment in the Marlton Square Loan.
7

8 PREPARED AND RESPECTFULLY SUBMITTED BY:

9 **LEWIS AND ROCA LLP**
10

11 By /s/ John Hinderaker
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13 John Hinderaker (*pro hac vice*)
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LOCAL RULE 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court's ruling and that (check one):

- _____ This Court has waived the requirement set forth in LR 9021(b)(1).
- XXX No party appeared at the hearing or filed an objection to the motion.
- _____ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below [list each party and whether the party has approved, disapproved, or failed to respond to the document]:

Counsel appearing: _____

_____ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order

U.S. Trustee: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input checked="" type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document
Other Party: _____	
<input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
<input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

Submitted by:
LEWIS AND ROCA LLP

By: /s/ John Hinderaker.
Attorneys for USACM Liquidating Trust

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**USACM Trust
Marlton Square
Multiple Loan Claims**

Claim	Date Claim was Filed	Name	Address	Total Claim Amount	Approximate Amount Subject to Objection Because it Relates to an Investment In the Marlton Square Loan
10725-02301	1/13/2007	Anderson Family Trust Dtd 7/21/92	Gary B & Barbara L Anderson Tree Po Box 699 Carmelian Bay, CA 96104	1,000,000.00	125,000.00
10725-01399	11/13/2006	Andrade, Albert Daniel	Po Box 2122 Oakdale, CA 95361-5122	100,912.00	51,040.00
10725-01398	11/13/2006	Anthony & Alicia Pasqualotto 1997 Trust	Anthony & Alicia Pasqualotto Trust 5775 Duneville St Las Vegas, NV 89118-2726	296,359.65	150,000.00
10725-01962	1/10/2007	Apigian It Ten, Larry & Leona	13501 Muir Drive SE Monroe, WA 98272	356,300.72	75,000.00
10725-02025	1/11/2007	Apigian, Larry & Leona	13501 Muir Drive SE Monroe, WA 98272	Unknown	Unknown
10725-01243	11/9/2006	Bauer, John IRA	40808 N River Bend Rd Anthem, AZ 85086-2946	500,000.00	100,000.00
10725-02311	1/13/2007	Benefit Of Kantor Nephrology Cons Ltd 401K PSP	Gary L Kantor TTE C/O Michael M Schmahlmcguirewood 77 W Wacker Dr, Suite 4100 Chicago, IL 60601	Unliquidated	Unliquidated
10725-01050	11/6/2006	Brooks Living Trust Dtd 6/30/97	C/O Howard D & Doreen C Brooks Ttees 1894 Us Highway 50 E Ste 4-344 Carson City, NV 89701-3202	300,000.00	50,000.00

EXHIBIT A

2361250.1

**USACM Trust
Marlton Square
Multiple Loan Claims**

Claim	Date Claim was Filed	Name	Address	Total Claim Amount	Approximate Amount Subject to Objection Because it Relates to an Investment In the Marlton Square Loan
10725-01401	11/13/2006	Cardwell Family Trust	C/O Michael J Dawson Esq 515 South Third St Las Vegas, NV 89101	3,226,795.82	100,000.00
10726-00010	5/30/2006	Cronk, Arlene	C/O Michael Lehnert, Esq. 429 Marsh Ave Reno, NV 89509	272,206.96	25,000.00

EXHIBIT A

2361250.1